

EXHIBIT A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

TERRAFORM LABS PTE. LTD.,

Debtor.¹

Chapter 11

Case No. 24-10070 (BLS)

Re: Docket No. ____

**ORDER AUTHORIZING DEBTOR
TO FILE UNDER SEAL CONFIDENTIAL INFORMATION IN CONNECTION
WITH THE APPLICATION TO RETAIN AD EMPLOY DENTONS US LLP AS
SPECIAL COUNSEL**

Upon the motion (the “**Motion to Seal**”)² of the Debtor for an order under sections 105(a) and 107(b) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1, for an order authorizing the Debtor to file the Confidential Information contained in the Dentons Engagement Letters under seal, all as more fully set forth in the Motion to Seal; and the Court having reviewed the Motion to Seal; and the Court having jurisdiction to consider the Motion to Seal and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter an order consistent with Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Motion to Seal in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Motion to Seal has been given under the circumstances and that no other or further notice is

¹ The Debtor’s principal office is located at 1 Wallich Street, #37-01, Guoco Tower, Singapore 078881.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion to Seal.

necessary; and the Court having held a hearing to consider the relief requested in the Motion to Seal; and upon the record of the hearing on the Motion to Seal; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion to Seal is GRANTED, as set forth herein.
2. The Debtor is authorized to file the Confidential Information contained in the Dentons Engagement Letters under seal.
3. The Dentons Engagement Letters shall remain under seal, and shall not be made available to anyone, except that the Debtor shall provide unredacted copies of the Dentons Engagement Letters, including all Confidential Information contained therein, to: (i) the Court, (ii) the U.S. Trustee; and (iii) any other parties in interest as the Court may order. The Debtor may also provide unredacted copies of the Dentons Engagement Letters to any other party upon such party agreeing to keep such letters confidential on terms acceptable to the Debtor and Dentons.
4. Any party who receives the Dentons Engagement Letters in accordance with this Order shall not disclose or otherwise disseminate the Confidential Information to any other person or entity.
5. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
6. The Debtor is authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion to Seal.

7. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.